

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, THE
EMPLOYEES RETIREMENT SYSTEM OF THE
GOVERNMENT OF THE COMMONWEALTH OF
PUERTO RICO, AND THE PUERTO RICO PUBLIC
BUILDINGS AUTHORITY,

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

(Jointly Administered)

ORDER GRANTING MODIFICATION OF CERTAIN DEADLINES IN
SOLICITATION PROCEDURES ORDER AND CONFIRMATION PROCEDURES ORDER

Upon consideration of the *Motion of the Official Committee of Retired Employees to Extend the Voting Deadline for Holders of Claims in Classes 51B, 51D, 51E, 51F, and 51L* (Docket Entry No. 18214 in Case No. 17-3283, the “Retiree Committee Motion”),² the *Joinder of Official Committee of Unsecured Creditors with Respect to (I) Motion of the Official Committee of Retired*

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² All docket entries referenced herein are to entries in Case No. 17-3283, unless otherwise indicated.

Employees to Extend the Voting Deadline for Holders of Claims in Classes 51B, 51D, 51E, 51F, and 51L and (II) Urgent Motion of the Official Committee of Retired Employees of the Commonwealth of Puerto Rico for Expedited Consideration of Its Motion to Extend the Voting Deadline for Holders of Claims in Classes 51B, 51D, 51E, 51F, and 51L (Docket Entry No. 18228, the “UCC Joinder”), the *Notice of Hearing and Motion of Individual Bondholder for an Order Extending the Voting Deadline for Retail Investors* (Docket Entry No. 18237, the “Hein Motion”), and the *Financial Oversight and Management Board for Puerto Rico’s (A) Response to Retiree Committee Motion to Extend Voting Deadline, UCC Joinder to Retiree Committee Motion, and Motion of Individual Bondholder for an Order Extending the Voting Deadline for Retail Investors, and (B) Cross-Motion to Modify Certain Deadlines in Solicitation Procedures Order and Confirmation Procedures Order* (Docket Entry No. 18243, the “Cross-Motion” and, together with the Retiree Committee Motion, the UCC Joinder, and the Hein Motion, the “Motions”);³ and it appearing that (i) the Court has subject-matter jurisdiction over the Motions pursuant to PROMESA section 306(a)(1); (ii) venue of this proceeding is proper under PROMESA sections 106(a) and 307, and 28 U.S.C. 1391(b); and (iii) the Court has good cause to grant the relief requested in the Motions, it is hereby ORDERED:

1. The Motions are GRANTED as set forth herein.

³ The Court has also received and reviewed the *Reply and Response of Individual Bondholder to FOMB Response and Cross-Motion (#18243) Regarding Deadlines for Voting and Other Deadlines, and Request by Individual Bondholder for Additional and Modified Relief in Light Of FOMB’s Stated Intentions and New Information about FOMB’s Solicitation* (Docket Entry No. 18247, the “Hein Reply”) and *The Official Committee of Retired Employees’ (A) Response to the Financial Oversight and Management Board for Puerto Rico’s Cross-Motion to Modify Certain Deadlines in the Solicitation Procedures Order and Confirmation Procedures Order, and (B) Reply in Support of Voting Deadline Motion* (Docket Entry No. 18246).

2. The following deadline in the Solicitation Procedures Order⁴ shall be modified as follows:

- The Voting Deadline shall be extended by fourteen (14) days, to and including October 18, 2021, at 5:00 p.m. (Atlantic Time).

3. The following deadline in the Solicitation Procedures Order and the Confirmation Procedures Order shall be modified as follows:

4. The deadline for filing the Voting Tabulation Declaration shall be extended by nine (9) days, to and including November 3, 2021.

5. All other deadlines in the Solicitation Procedures Order and the Confirmation Procedures Order shall remain in full force and effect, and shall not be affected by this order. For the avoidance of doubt, the deadline for filing all other declarations in support of confirmation of the Plan *except* the Voting Tabulation Declaration shall remain October 25, 2021, as set forth in the Solicitation Procedures Order.

6. To the extent that the Hein Reply contains additional requests for relief that are outside the scope of the Hein Motion's request for an extension of the Voting Deadline to October 18, 2021, such requests are denied without prejudice to inclusion in a future motion. See *Rivera Concepcion v. Puerto Rico*, 682 F. Supp. 2d 164, 170 (D.P.R. 2010) ("Arguments raised for the first time in a reply memorandum will not be considered by this Court."). Any such motion must comply with sections I.H and I.I of the *Fifteenth Amended Notice, Case Management and Administrative Procedures* (Docket Entry No. 17127-1).

⁴ Capitalized terms used but not defined herein have the meaning given to them in the Cross-Motion.

7. This Court retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this order.

8. This Order resolves Docket Entry Nos. 18214, 18228, 18237, 18243, and 18247 in Case No. 17-3283.

Dated: September 27, 2021

/s/ Laura Taylor Swain
LAURA TAYLOR SWAIN
United States District Judge